

*Financial Statements*

***Arizona Department of Transportation  
Highway Expansion and Extension Loan  
Program Fund***

*Fiscal Years Ended June 30, 2006 and 2005*

## INDEPENDENT AUDITORS' REPORT

The Honorable Janet Napolitano  
Governor of the State of Arizona, and  
Members of the Legislature

We have audited the accompanying basic financial statements of the Arizona Department of Transportation Highway Expansion and Extension Loan Program Fund (the "Fund"), as of and for the years ended June 30, 2006 and 2005, as listed in the table of contents. These financial statements are the responsibility of the Arizona Department of Transportation's (the "Department") management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the respective financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Department's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the respective financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As discussed in Note 1A, the financial statements of the Fund of the Department are intended to present the financial position, the changes in financial position, and cash flows of only that portion of the business-type activities of the Department that is attributable to the transactions of the Fund. They do not purport to, and do not, present fairly the financial position of the Department as of June 30, 2006 and 2005, and the changes in its financial position and its cash flows, where applicable, for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Fund of the Department as of June 30, 2006 and 2005, and the changes in financial position thereof for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The management's discussion and analysis as listed in the table of contents is not a required part of the basic financial statements but is supplementary information required by the Governmental Accounting Standards Board. This supplementary information is the responsibility of the Department's management. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the supplementary information. However, we did not audit such information and we do not express an opinion on it.

*Deloitte & Touche LLP*  
November 15, 2006

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund

Financial Statements

Fiscal years ended June 30, 2006 and 2005

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**Management's Discussion and Analysis**

As management of the Arizona Department of Transportation, Highway Expansion and Extension Loan Program (HELP) Fund, we offer readers of the Fund's financial statements this narrative overview and analysis of the financial activities of the Fund for the fiscal years ended June 30, 2006 and 2005. We encourage readers to consider the information presented here in conjunction with the Fund's financial statements and the accompanying notes to the basic financial statements.

**Financial Highlights**

- The assets of the HELP Fund exceeded its liabilities by \$67,713,248 at the end of fiscal year 2006 as compared to \$65,273,296 at fiscal year end 2005 and \$63,899,875 at fiscal year end 2004. All of this amount may be used to meet the HELP Fund's operational needs for loans or other financial assistance.
- The HELP Fund's total net assets increased by \$2,439,952 and \$1,373,421 for fiscal years 2006 and 2005, respectively.
- Total loan amounts of \$35.9 million were disbursed from July 1, 2005 to June 30, 2006 and \$55.0 million from July 1, 2004 to June 30, 2005. Of the \$35.9 million disbursed in fiscal year 2006, \$30.5 million was disbursed for projects on the Maricopa County Regional Freeway System, \$4.8 million was disbursed to Pima County for the Alvernon Way construction project, and \$0.6 million was disbursed for other projects. Of the \$55.0 million disbursed in fiscal year 2005, \$7 million was disbursed to the Town of Marana for the Thornydale Road reconstruction project, \$40 million was disbursed for projects on the Maricopa County Regional Freeway System, \$5.3 million was disbursed for the Arizona Department of Transportation's I-10/I-19 traffic interchange project in Tucson, and \$2.7 million was disbursed for other projects.

**Fund Financial Statements**

**Fund accounting** The operations of the HELP Fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund balance, revenues and expenses. Government resources are allocated to and accounted for based upon the purposes for which they are to be spent and the means by which spending activities are controlled. The various transactions are accounted for in one fund type as follows:

**Proprietary funds** Enterprise funds are used to report the same functions presented as business-type activities in the government-wide financial statements. An enterprise fund is used by the Arizona Department of Transportation (Department) to account for the HELP operation.

The Department's proprietary funds provide the same type of information found in the government-wide financial statements, but in more detail.

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Management's Discussion and Analysis (continued)  
June 30, 2006 and 2005

**Financial Analysis**

In governmental financial statements, net assets may serve over time as a useful indicator of a government's financial position. The HELP Fund's net assets increased by \$2,439,952 and \$1,373,421 by the end of fiscal years 2006 and 2005, respectively.

**Table 1**  
**Highway Expansion and Extension Loan Program Fund's Net Assets**  
**as of June 30, 2006, 2005 and 2004**

	Business-type Activities		
	2006	2005	2004
Current assets	\$ 129,218,849	\$ 116,845,564	\$ 142,796,225
Non-current assets	<u>109,007,095</u>	<u>114,896,628</u>	<u>83,544,472</u>
Total assets	238,225,944	231,742,192	226,340,697
Current liabilities	18,230	14,430	26,356
Non-current liabilities	170,494,466	166,454,466	162,414,466
Total liabilities	<u>170,512,696</u>	<u>166,468,896</u>	<u>162,440,822</u>
Net assets:			
Restricted	<u>67,713,248</u>	<u>65,273,296</u>	<u>63,899,875</u>
Total net assets	<u>\$ 67,713,248</u>	<u>\$ 65,273,296</u>	<u>\$ 63,899,875</u>

All of the HELP Fund's net assets are restricted for loans and other financial assistance.

Changes in current assets for fiscal years 2006 and 2005 primarily related to changes in the percentage of loans becoming due in less than one year and to balances of cash on deposit with the State Treasurer. In fiscal year 2006, the current portion of loans receivables increased by \$22,552,729 which was partially offset by a reduction in cash on deposit with the State Treasurer of \$6,529,192. For fiscal year 2005, the current portion of loans receivables decreased by \$30,815,977 which was partially offset by an increase in cash on deposit with the State Treasurer of \$3,266,403.

In fiscal year 2006, non-current assets decreased by 5 percent as the percentage of loans becoming due in less than one year increased. The increase in non-current assets in fiscal year 2005 resulted from new loan receivables due to increased loan disbursements.

Non-current liabilities increased by \$4,040,000 in both fiscal years 2006 and 2005. This increase was the result of interest that accrued during each year on the Board Funding Obligation (BFO) Series 2003. Principal and interest on the BFO Series 2003 will be repaid to the State Treasurer in fiscal year 2008.

Arizona Department of Transportation  
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Management's Discussion and Analysis (continued)  
June 30, 2006 and 2005

**Table 2**  
**Highway Expansion and Extension Loan Program Fund's Changes in Net Assets**  
**for fiscal years ended June 30, 2006, 2005 and 2004**

	Business-type Activities		
	2006	2005	2004
Revenues:			
Operating revenues:			
Interest on loans receivables	\$ 3,281,361	\$ 3,008,667	\$ 3,529,351
Non-operating revenues:			
Interest on investments	3,432,020	2,724,486	1,559,446
Total revenues	<u>6,713,381</u>	<u>5,733,153</u>	<u>5,088,797</u>
Expenses:			
Operating expenses:			
Interest on notes payable	4,040,000	4,040,000	4,097,236
Other	233,429	319,732	316,465
Total expenses	<u>4,273,429</u>	<u>4,359,732</u>	<u>4,413,701</u>
Increase <decrease> in net assets	2,439,952	1,373,421	675,096
Net assets - July 1	<u>65,273,296</u>	<u>63,899,875</u>	<u>63,224,779</u>
Net assets - June 30	<u>\$ 67,713,248</u>	<u>\$ 65,273,296</u>	<u>\$ 63,899,875</u>

At the end of fiscal years 2006 and 2005, the HELP Fund is able to report a positive balance of net assets.

The HELP Fund's interest on loans receivables revenues increased by 9 percent in fiscal year 2006 as compared to a decrease of 15 percent in fiscal year 2005. Higher average principal balances outstanding accounted for the increase in interest on loans in fiscal year 2006. Lower interest rates on HELP loans due to prevailing market conditions accounted for the decrease in interest on loans in fiscal year 2005.

Higher average interest rates on invested cash due to prevailing market conditions during fiscal years 2006 and 2005 resulted in increased interest on investments of \$707,534 for fiscal year 2006 and \$1,165,040 for fiscal year 2005.

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There was no change in the HELP Fund's interest expense on notes payable for fiscal year 2006. The HELP Fund's interest expense on notes payable declined by 1 percent for fiscal year 2005. This decline was primarily due to lower average interest rates on the BFO Series 2003 that was outstanding for the entire year. Other operating expenses decreased by 27 percent in fiscal year 2006 primarily due to a reduction in the number of Department staff that charge salaries and benefits to the HELP Fund.

**Notes to the financial statements** The notes provide additional information that is essential to a full understanding of the data provided in the fund financial statements. The notes to the financial statements can be found on pages 9-15 of this report.

**Requests for information** This financial report is designed to provide our citizens, taxpayers, customers, investors and creditors with an overview of the Fund's finances. Questions concerning any of the information provided in this report or request for additional financial information should be addressed to the Controller, Arizona Department of Transportation, 206 S. 17<sup>th</sup> Avenue, Phoenix, Arizona, 85007 or by visiting our website at [http://www.azdot.gov/Inside\\_ADOT/fms](http://www.azdot.gov/Inside_ADOT/fms)

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Statements of Net Assets  
June 30, 2006 and 2005

	2006	2005
<b>Assets</b>		
Current assets:		
Restricted cash on deposit with the State Treasurer (Note 1C)	\$ 88,775,892	\$ 95,305,084
Receivables:		
Accrued interest	430,840	272,427
Loans (Note 3A)	39,086,414	16,533,685
Due from other Arizona Department of Transportation funds	805,271	4,531,210
Due from Arizona counties and cities	120,432	203,158
Total current assets	<u>129,218,849</u>	<u>116,845,564</u>
Non-current assets:		
Receivables:		
Loans (Note 3A)	<u>109,007,095</u>	<u>114,896,628</u>
Total noncurrent assets	<u>109,007,095</u>	<u>114,896,628</u>
Total assets	<u>238,225,944</u>	<u>231,742,192</u>
<b>Liabilities</b>		
Current Liabilities:		
Accrued payroll and other accrued expenses	5,209	4,310
Compensated absences	<u>13,021</u>	<u>10,120</u>
Total current liabilities	<u>18,230</u>	<u>14,430</u>
Non-current liabilities:		
Advance from other Arizona Department of Transportation funds (Note 3B)	20,000,000	20,000,000
Notes payable (Note 3C)	<u>150,494,466</u>	<u>146,454,466</u>
Total noncurrent liabilities	<u>170,494,466</u>	<u>166,454,466</u>
Total liabilities	<u>170,512,696</u>	<u>166,468,896</u>
<b>Net assets</b>		
Restricted for loans and other financial assistance	67,713,248	65,273,296
Total net assets	<u>\$ 67,713,248</u>	<u>\$ 65,273,296</u>

*The notes to the financial statements are an integral part of this statement.*



Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Statements of Activities  
For the fiscal years ended June 30, 2006 and 2005

	<u>2006</u>	<u>2005</u>
<b>Operating revenues:</b>		
Interest on loans receivables	\$ 3,281,361	\$ 3,008,667
Total operating revenues	<u>3,281,361</u>	<u>3,008,667</u>
<b>Operating expenses:</b>		
Salaries and related benefits	133,778	201,557
Supplies	962	877
Professional and outside services	96,269	110,301
Travel	667	1,297
Interest on notes payable	4,040,000	4,040,000
Other	<u>1,753</u>	<u>5,700</u>
Total operating expenses	<u>4,273,429</u>	<u>4,359,732</u>
Operating loss	<992,068>	<1,351,065>
<b>Non-operating revenues:</b>		
Interest on investments	<u>3,432,020</u>	<u>2,724,486</u>
Total non-operating revenues	<u>3,432,020</u>	<u>2,724,486</u>
Change in net assets	2,439,952	1,373,421
Total net assets - July 1	<u>65,273,296</u>	<u>63,899,875</u>
<b>Total net assets - June 30</b>	<u><u>\$ 67,713,248</u></u>	<u><u>\$ 65,273,296</u></u>

*The notes to the financial statements are an integral part of this statement.*

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Statements of Cash Flows  
For the fiscal years ended June 30, 2006 and 2005

	2006	2005
<b>Cash flows from operating activities:</b>		
Receipts from customers	\$ 7,090,026	\$ 1,546,603
Receipts from other funds	7,033,735	44,258,248
Receipts from other agencies	12,157,669	10,233,117
Payments to suppliers	<30,515>	<29,649>
Payments to employees	<130,645>	<214,780>
Payments to other funds	<31,018,600>	<47,427,545>
Payments to other agencies	<4,902,716>	<7,681,528>
Other payments	<1,753>	<5,700>
Net cash provided <used> by operating activities	<u>&lt;9,802,799&gt;</u>	<u>678,766</u>
<b>Cash flows from investing activities:</b>		
Interest on investments	<u>3,273,607</u>	<u>2,587,637</u>
Net cash provided by investing activities	<u>3,273,607</u>	<u>2,587,637</u>
Net increase <decrease> in cash	<6,529,192>	3,266,403
Cash - July 1	95,305,084	92,038,681
<b>Cash - June 30</b>	<u><u>\$ 88,775,892</u></u>	<u><u>\$ 95,305,084</u></u>
<b>Reconciliation of operating income to net cash provided &lt;used&gt; by operating activities:</b>		
Operating loss	\$ <992,068>	\$ <1,351,065>
Net changes in assets and liabilities:		
Receivables	<16,663,196>	<536,179>
Due from other Arizona Department of Transportation funds	3,725,939	<1,645,053>
Due from Arizona counties and cities	82,726	182,989
Accrued payroll and other accrued expenses	899	<2,401>
Compensated absences	2,901	<9,525>
Notes payable	4,040,000	4,040,000
Net cash provided <used> by operating activities	<u><u>\$ &lt;9,802,799&gt;</u></u>	<u><u>\$ 678,766</u></u>

*The notes to the financial statements are an integral part of this statement.*

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Notes to Financial Statements  
June 30, 2006 and 2005

**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A. Reporting Entity**

The Arizona Department of Transportation (Department) was authorized in 1996 to administer a State Infrastructure Bank under a cooperative agreement with the Federal Highway Administration (FHWA), pursuant to Section 350 of the National Highway System Designation Act of 1995. The Highway Expansion and Extension Loan Program (HELP) was authorized to be established as Arizona's State Infrastructure Bank under Arizona Revised Statutes, Title 28, Chapter 21. The HELP Fund (Fund) was initially capitalized with grants from FHWA and state matching funds.

The HELP is administered by a seven-member advisory committee. The members serve staggered four-year terms and serve no more than two consecutive terms. The committee is charged with reviewing requests for loans and financial assistance, making recommendations to the Transportation Board of the State of Arizona Department of Transportation (Transportation Board) and submitting an annual report to the Governor and State Legislature. Qualified borrowers, which include any political subdivision, the State or its agencies or Indian tribes, may submit loan applications to HELP for eligible projects.

The Transportation Board may make loans or provide other financial assistance to qualified borrowers, including the Department, from monies in the Fund for eligible projects; enter into loan repayment agreements with recipients; and apply for, accept and administer grants and other financial assistance from the United States and from other public and private sources that are made for deposit in the Fund. HELP does not increase the Transportation Board's bonding authority.

The Department is a department of the State of Arizona and is not a legally separate entity. The Department has no component units. The Director of the Department serves as the Chief Administrative Officer and is directly responsible to the Governor. The Governor appoints a seven-member Transportation Board, which has responsibility for establishing a complete system of state highway routes and distributing monies for local airport facilities' projects through a grant program.

The State Treasurer invests the cash balances of the Department.

The financial statements present only the funds comprising the Fund and are not intended to present fairly the financial position or results of operations of the Department.

The accounting policies of the Department conform to generally accepted accounting principles in the United States of America (GAAP) as applicable to governmental units. The following is a summary of the more significant policies:

Arizona Department of Transportation  
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Notes to Financial Statements (continued)  
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**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES—Continued**

**B. Measurement Focus, Basis of Accounting, and Financial Statement Presentation**

The economic resources measurement focus and the accrual basis of accounting are followed for reporting purposes. Under the accrual basis of accounting, revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Federal grants and reimbursements are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met.

The Department uses an enterprise fund to account for the Fund and for its loan distribution operation. The Fund can receive monies from the FHWA along with applicable state matching funds, State Transportation Board Funding Obligations, direct state appropriations and other lawfully available sources. The Transportation Board may use monies in the Fund to make eligible project loans or provide other financial assistance to qualified borrowers; subsidize interest rates; provide other forms and methods of financial assistance; and pay the costs to administer the Fund.

Transactions that would be treated as revenues or expenses if they involved organizations external to the governmental unit are accounted for as revenues or expenses in the funds involved. Transactions which constitute reimbursements of a fund for expenses initially made from that fund, which are properly applicable to another fund, are recorded as expenses in the reimbursing fund and as reductions of the expenses in the fund that is reimbursed.

The preparation of these financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**C. Assets, Liabilities, and Net Assets**

***Deposits and Investments***

The cash balance is on deposit with the State Treasurer for pooled investment purposes and is not evidenced by securities that exist in physical or book entry form in the Fund's name. All investments are carried in the name of the State of Arizona. State statutes require the State Treasurer to invest these pooled funds in collateralized time certificates of deposit, repurchase agreements, obligations of the U.S. Government and other permitted investments. All investments are carried at fair value. These balances are not subject to GASB Statement No. 3, *Deposits with Financial Institutions, Investments (including Repurchase Agreements), and Reverse Repurchase Agreements*, classification because they are included in the state's investment pool.

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Notes to Financial Statements (continued)  
June 30, 2006 and 2005

**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES—Continued**

The investment pool is not required to register (and is not registered) with the Securities and Exchange Commission under the 1940 Investment Advisors Act. The activity and performance of the pool is reviewed monthly by the State Board of Investment in accordance with ARS §35-311. The fair value of investments is measured on a monthly basis. Participant shares are purchased and sold based on the Net Asset Value (NAV) of the shares. The NAV is determined by dividing the fair value of the portfolio by the total shares outstanding. The State Treasurer does not contract with an outside insurer in order to guarantee the value of the portfolio or the price of shares redeemed. As of June 30, 2006 and 2005, the state's investment pool was not rated.

***Receivables and Payables***

Activities between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as interfund receivables/payables. All other outstanding balances between the Fund and the U.S. Government, Arizona counties and cities, and other state agencies are reported as "due to/from".

***Restricted Assets***

Resources of the Fund are classified as restricted assets on the balance sheet because their use is limited by state statutes.

***Compensated Absences***

It is the Department's policy to permit employees to accumulate earned but unused sick leave and vacation benefits. There is no liability for unpaid accumulated sick leave. All vacation pay is accrued when incurred in the proprietary fund financial statements. A liability for these amounts is reported as current liabilities.

Effective July 1, 1998, state employees are eligible to receive payment for an accumulated sick leave balance of 500 hours or more with a maximum of 1,500 hours, upon retirement directly from state service. The benefit value is calculated by taking the state hourly rate of pay at the retirement date, multiplied by the number of sick hours at the retirement date, times the eligibility percentage. The eligibility percentage varies based upon the number of accumulated sick hours from 25 percent for 500 hours to a maximum of 50 percent for 1,500 hours. The maximum benefit value is \$30,000. The benefit is paid out in annual installments over three years. The Retiree Accumulated Sick Leave Fund is accounted for on the State's financial statements as an Internal Service Fund.

Arizona Department of Transportation  
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Notes to Financial Statements (continued)  
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**NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES—Continued**

Employees are allowed to accumulate up to 240 hours of vacation leave (320 hours for exempt employees) which is paid when vacation is taken or upon termination of employment at the individual's then current rate of pay. For the proprietary funds, all of the outstanding vacation at June 30 is recorded as a current liability.

***Net Assets***

The difference between assets and liabilities is reported as "Net Assets" on the proprietary fund statements.

**D. Revenues and Expenses**

Revenues and expenses of proprietary funds are classified as operating and non-operating and as sub-classified by object (e.g., salaries, travel, interest on notes payable, etc). Operating revenues and expenses generally result from providing services and producing and delivering goods. All other revenues and expenses are reported as non-operating.

**NOTE 2—STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY**

The expenses of the Fund are not governed by appropriations of the state legislature and therefore are not subject to the limitations of a legally adopted budget.

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Notes to Financial Statements (continued)  
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**NOTE 3—DETAILED NOTES**

**A. Loans Receivables**

Loans receivables represent loans made pursuant to Loan Repayment Agreements. Twenty-one loans have balances outstanding or are pending as of June 30, 2006, as follows:

PROJECT SPONSOR	LOAN DATE	INTEREST RATE*	AUTHORIZED LOAN AMOUNT	FINAL MATURITY	DRAWS TO DATE	OUTSTANDING LOAN BALANCE	DUE WITHIN ONE YEAR
CITY OF YUMA	04/20/2001	1.65%	1,000,000	Dec-06	1,000,000	200,000	200,000
CITY OF YUMA	06/15/2001	1.77%	2,000,000	Jul-06	2,000,000	500,000	500,000
ADOT	09/21/2001	3.30%	50,000,000	Dec-08	50,000,000	50,000,000	25,000,000
PIMA COUNTY	12/14/2001	3.23%	3,700,000	Jul-07	3,700,000	702,771	702,771
PIMA COUNTY	12/14/2001	3.23%	1,400,000	Jul-07	1,400,000	200,000	200,000
GILA COUNTY	04/19/2002	1.43%	1,237,500	Mar-09	1,237,500	680,595	247,500
GILA COUNTY	04/19/2002	1.81%	600,000	Jun-08	600,000	400,000	200,000
GILA COUNTY	04/19/2002	To be determined	487,500	Jun-08	-	-	-
REGIONAL FREEWAY SYSTEM	11/21/2003	1.44%	80,500,000	Aug-08	80,500,000	80,500,000	6,600,000
TOWN OF ORO VALLEY	02/20/2004	2.52%	5,000,000	Feb-08	5,000,000	2,604,143	104,143
CITY OF SAFFORD	08/16/2002	2.42%	2,000,000	Oct-07	2,000,000	1,285,000	1,105,000
TOWN OF THATCHER	08/16/2002	1.56%	2,000,000	Oct-07	2,000,000	1,285,000	1,105,000
TOWN OF MARANA	11/19/2004	2.51%	7,000,000	Mar-10	7,000,000	4,900,000	2,000,000
CITY OF TUCSON	08/20/2004	To be determined	12,293,000	Jan-09	-	-	-
ADOT	11/19/2004	To be determined	18,500,000	Jul-09	-	-	-
PIMA COUNTY	05/20/2005	3.60%	4,836,000	Jun-09	4,836,000	4,836,000	1,122,000
CITY OF KINGMAN	09/23/2005	To be determined	2,000,000	Oct-10	-	-	-
CITY OF TOMBSTONE	11/18/2005	To be determined	150,000	Nov-10	-	-	-
MOHAVE COUNTY	04/21/2006	To be determined	8,700,000	Jun-10	-	-	-
CITY OF PHOENIX	11/18/2005	To be determined	11,900,000	Jun-10	-	-	-
CITY OF GOODYEAR	04/21/2006	To be determined	7,369,000	Jun-10	-	-	-
<b>TOTAL</b>			<b>\$ 222,673,000</b>		<b>\$ 161,273,500</b>	<b>\$ 148,093,509</b>	<b>\$ 39,086,414</b>

\* Interest Rate will be determined on the date of the first draw.

The activity for the fiscal year ended June 30, 2006, was as follows:

	Beginning Balance July 1, 2005	Additions	Reductions	Ending Balance June 30, 2006	Due Within One Year
Loans receivable	\$ 131,430,313	\$ 35,854,600	\$ <19,191,404>	\$ 148,093,509	\$ 39,086,414

Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Notes to Financial Statements (continued)  
June 30, 2006 and 2005

**NOTE 3—DETAILED NOTES—Continued**

Twenty-four loans have balances outstanding or are pending as of June 30, 2005, as follows:

PROJECT SPONSOR	LOAN DATE	INTEREST RATE*	AUTHORIZED LOAN AMOUNT	FINAL MATURITY	DRAWS TO DATE	OUTSTANDING LOAN BALANCE	DUE WITHIN ONE YEAR
SANTA CRUZ COUNTY	01/19/2001	3.11%	1,150,000	Jan-07	643,827	253,827	130,000
CITY OF YUMA	04/20/2001	1.65%	1,000,000	Dec-06	1,000,000	400,000	200,000
TOWN OF PAYSON	06/15/2001	3.56%	1,100,000	Jul-06	1,100,000	787,385	191,051
CITY OF TUCSON	06/15/2001	2.91%	4,500,000	Jan-06	4,500,000	1,300,000	1,300,000
CITY OF YUMA	06/15/2001	1.77%	2,000,000	Jul-06	2,000,000	1,000,000	500,000
ADOT	09/21/2001	3.30%	50,000,000	Dec-08	50,000,000	50,000,000	-
PIMA COUNTY	12/14/2001	3.23%	3,700,000	Jul-07	3,700,000	1,442,772	740,000
PIMA COUNTY	12/14/2001	3.23%	1,400,000	Jul-07	1,400,000	500,000	300,000
ADOT	03/15/2002	0.86%	5,500,000	Jun-06	3,580,269	1,080,269	1,080,269
GILA COUNTY	04/19/2002	1.43%	1,237,500	Mar-09	1,237,500	928,095	247,500
GILA COUNTY	04/19/2002	1.81%	600,000	Jun-08	600,000	600,000	200,000
GILA COUNTY	04/19/2002	To be determined	487,500	Jun-08	-	-	-
ADOT	05/17/2002	1.99%	5,000,000	Jun-06	5,000,000	5,000,000	5,000,000
YAVAPAI COUNTY	06/21/2002	2.25%	4,500,000	Jun-06	4,500,000	2,250,000	2,250,000
ADOT	06/21/2002	1.35%	650,000	Nov-06	650,000	434,865	434,865
REGIONAL FREEWAY SYSTEM	11/21/2003	1.44%	80,500,000	Aug-08	50,000,000	50,000,000	-
TOWN OF ORO VALLEY	08/16/2002	1.19%	1,716,000	Jul-05	1,716,000	780,000	780,000
TOWN OF ORO VALLEY	02/20/2004	2.52%	5,000,000	Feb-08	5,000,000	4,023,100	-
CITY OF SAFFORD	08/16/2002	2.42%	2,000,000	Oct-07	2,000,000	1,825,000	540,000
TOWN OF THATCHER	08/16/2002	1.56%	2,000,000	Oct-07	2,000,000	1,825,000	540,000
TOWN OF MARANA	11/19/2004	2.51%	7,000,000	Mar-10	7,000,000	7,000,000	2,100,000
CITY OF TUCSON	08/20/2004	To be determined	12,293,000	Jan-09	-	-	-
ADOT	11/19/2004	To be determined	18,500,000	Jul-09	-	-	-
PIMA COUNTY	05/20/2005	To be determined	4,836,000	Jun-09	-	-	-
<b>TOTAL</b>			<b>\$ 216,670,000</b>		<b>\$ 147,627,596</b>	<b>\$ 131,430,313</b>	<b>\$ 16,533,685</b>

\* Interest Rate will be determined on the date of the first draw.

The activity for the fiscal year ended June 30, 2005, was as follows:

	Beginning Balance July 1, 2004	Additions	Reductions	Ending Balance June 30, 2005	Due Within One Year
Loans receivable	\$ 130,894,134	\$ 55,027,545	\$ <54,491,366>	\$ 131,430,313	\$ 16,533,685

**B. Advance from other Arizona Department of Transportation funds**

Laws 1999, Chapter 2 (SB 1002) authorized the transfer of \$20,000,000 from the State Highway Fund to the HELP Fund in fiscal year 2000. This amount is shown as Advance to Other Funds in the State Highway Fund and Advance from Other Funds in this Fund. The Advance is due no later than December 31, 2008.

**C. Notes Payable**

Laws 1999, Chapter 189 (SB 1201) and Laws 2001, Chapter 238 (HB 2636) authorized a Board Funding Obligation (BFO) of \$140,000,000 to the Fund in fiscal year 2004. Interest accrued to date is \$10,494,466. The total principal amount of the BFO and interest is shown as Notes Payable. Both of the principal and interest on the BFO are due no later than June 2, 2008.



Arizona Department of Transportation  
Highway Expansion and Extension Loan Program Fund  
Notes to Financial Statements (continued)  
June 30, 2006 and 2005

**NOTE 4—OTHER INFORMATION**

**A. Contingent Liabilities**

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenses which may be disallowed by the grantor cannot be determined at this time although the Fund expects such amounts, if any, to be immaterial.